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MICHAEL EDWARDS  
ATTORNEY AT LAW, CHARTERED  
ONE FICHTON ST  
PORT ST. LUCIE, FLORIDA 34958  
(407) 397-3103

MICHAEL EDWARDS  
SHARON A EVANS PARALEGAL

DIRECT ADDRESS  
1814 GEE PORT ST LUCIE BOULEVARD  
PORT ST. LUCIE, FLORIDA 34958  
FAX(407) 397-3103

May 5, 1995

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Florida Division of Corporations  
Bureau of Corporate Records  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Project Hope, Inc.  
Our File No. 95-057

Dear Sir or Madam:

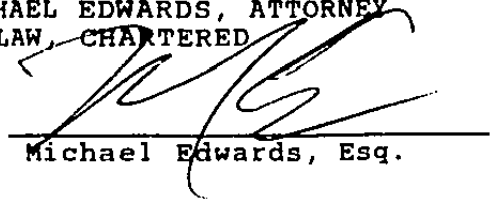
Enclosed for filing is the original and one (1) copy of the Articles of Incorporation for the above corporation. Also, enclosed is this law firm's check in the amount of \$70.00 representing the following:

Filing fee in the amount of: \$35.00  
Registered Agent Designation in the amt of: 35.00  
Total: \$70.00

Please file the Articles of Incorporation and return the copy to me with the filing date affixed thereon on the self-addressed, stamped envelope provided for your convenience.

Thank you for your assistance in this matter. Should you have any questions or need additional information on this matter, please contact the undersigned or Sharon.

Very truly yours,

MICHAEL EDWARDS, ATTORNEY  
AT LAW, CHARTERED  
By:   
Michael Edwards, Esq.

ME/mac  
Encs.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY 8 9 29 AM '95  
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ARTICLES OF INCORPORATION  
OF  
PROJECT HOPE, INC.

The undersigned, desiring to form a corporation for the purpose hereinafter stated under and pursuant to the laws of the State of Florida, do hereby declare as follows:

ARTICLE I

NAME

The name of the corporation shall be PROJECT HOPE, INC.

ARTICLE II

BUSINESS AND PURPOSE

The nature of the business which may be transacted by the corporation is as follows:

This corporation may engage in any activity or business permitted under the laws of the State of Florida, and shall enjoy all the rights and privileges of a corporation granted by the laws of the State of Florida.

ARTICLE III

STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have a perpetual existence unless sooner dissolved according to law.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLE V

PRINCIPAL OFFICE

The principal office or place of business of the corporation shall be located at 421 12th Place S.E., Vero Beach, Florida 32962, with the privilege of having its offices and branch offices at such other places within or without the State of Florida.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The Registered Agent of this corporation shall be Loretta Rosenberg, a resident of Florida, and the Registered Office of the corporation shall be 421 12th Place S.E., Vero Beach, Florida 32962.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this corporation shall be conducted by a board of not less than one and not more than seven directors.

ARTICLE VIII

INITIAL DIRECTORS

The names and street addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>ADDRESS</u>
R. RAGUDO ALCALDE	7683 Charleston Way Port St. Lucie, Florida 34986

**ARTICLE IX**  
**INITIAL OFFICERS**

The names, offices, and street addresses of the first officers of this corporation, who, subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
R. RAGUDO ALCALDE	President/ Treasurer	7683 Charleston Way Port St. Lucie, Florida 34986
LORETTA ROSENBERG	Vice-President/ Secretary	421 12th Place S.E. Vero Beach, Florida 32962

**ARTICLE XI**  
**INCORPORATOR**

The names and addresses of the persons signing these Articles of Incorporation are R. Ragudo Alcalde, 7683 Charleston Way, Port St. Lucie, Florida 34986.

**ARTICLE XII**  
**BEGINNING OF CORPORATE EXISTENCE**

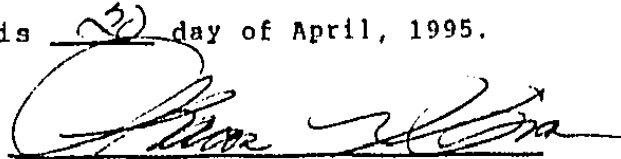
The corporate existence of this corporation shall commence at 8:00 a.m. on the day of filing of these Articles of Incorporation.

R. Ragudo Alcalde  
R. RAGUDO ALCALDE

STATE OF FLORIDA            ] ]  
                                  ] ] SS:  
COUNTY OF ST. LUCIE        ]

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments in the County and State aforesaid, personally appeared R. RADUGO ALCALDE, personally known to me and to me well known to be the incorporator of PROJECT HOPE, INC., who acknowledged that he executed the same as such incorporator for the purposes therein expressed.

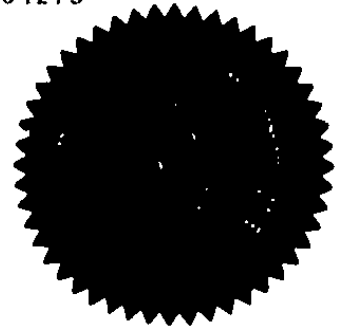
WITNESS my hand and official seal at Port St. Lucie, County of St. Lucie, State of Florida, on this 30 day of April, 1995.



Sharon A. Evans, Notary Public  
State Of Florida, At Large  
Commission Number: CC-204275

My Commission Expires:

OFFICIAL NOTARY SEAL  
SHARON A EVANS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC204275  
MY COMMISSION EXPI. MAY 23, 1996



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

1. PROJECT HOPE, INC., arising to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Vero Beach, State of Florida, has named Loretta Rosenberg, located at 421 12th Place S.E., Vero Beach, Florida 32962, as its agent to accept service of process within this State.

2. Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Loretta Rosenberg

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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